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Submission Type

- New
- Resubmission (Non-Recordation)  
Document ID # \_\_\_\_\_
- Correction of PTO Error  
Reel # \_\_\_\_\_ Frame # \_\_\_\_\_
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Reel # \_\_\_\_\_ Frame # \_\_\_\_\_

Conveyance Type

- Assignment  License
- Security Agreement  Nunc Pro Tunc Assignment
- Merger Effective Date  
Month Day Year  
8 10 98
- Change of Name
- Other \_\_\_\_\_

Conveying Party

Mark if additional names of conveying parties attached

Execution Date  
Month Day Year

Name Chancellor Media Corporation of Philadelphia

8 10 98

Formerly \_\_\_\_\_

- Individual  General Partnership  Limited Partnership  Corporation  Association
- Other \_\_\_\_\_

Citizenship/State of Incorporation/Organization Delaware

Receiving Party

Mark if additional names of receiving parties attached

Name Chancellor Media Corporation of the Keystone State

DBA/KA/TA \_\_\_\_\_

Composed of \_\_\_\_\_

Address (line 1) 1845 Woodall Rodgers Ave.

Address (line 2) Suite 1300

Address (line 3) Dallas

City

Texas USA

State/Country

75201

Zip Code

- Individual  General Partnership  Limited Partnership  If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)
- Corporation  Association
- Other \_\_\_\_\_

Citizenship/State of Incorporation/Organization Delaware

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REEL: 002000 FRAME: 0087

**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

Name Latham & Watkins

Address (line 1) 650 Town Center Drive

Address (line 2) Suite 2000

Address (line 3) Costa Mesa, California 92626-1925

Address (line 4) \_\_\_\_\_

**Correspondent Name and Address**

Area Code and Telephone Number (714) 540-1235

Name Latham & Watkins

Address (line 1) 650 Town Center Drive

Address (line 2) Suite 2000

Address (line 3) Costa Mesa, California 92626-1925

Address (line 4) Attn.: Jessamyn Brownell

**Pages**

Enter the total number of pages of the attached conveyance document including any attachments. # 3

**Trademark Application Number(s) or Registration Number(s)**

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)


<u>1737199</u>		

**Number of Properties**

Enter the total number of properties involved. #  

**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41): \$ 40.00

Method of Payment: Enclosed  Deposit Account

Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.) Deposit Account Number: # 500524

Authorization to charge additional fees: Yes  No

**Statement and Signature**

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.

Jessamyn Brownell  
Name of Person Signing

Jessamyn Brownell  
Signature

12/7/99  
Date Signed

**CERTIFICATE OF MERGER  
OF  
CHANCELLOR MEDIA CORPORATION OF PHILADELPHIA  
INTO  
CHANCELLOR MEDIA CORPORATION OF THE KEYSTONE STATE**

The undersigned corporation, organized and existing under and by virtue of the General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That the name and state of incorporation of each of the constituent corporations of the merger is as follows:

<u>NAME</u>	<u>STATE OF INCORPORATION</u>
Chancellor Media Corporation of Philadelphia	Delaware
Chancellor Media Corporation of the Keystone State	Delaware

SECOND: That a Plan and Agreement of Merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 251 of the General Corporation Law of the State of Delaware.

THIRD: That the name of the surviving corporation is Chancellor Media Corporation of the Keystone State.

FOURTH: The Certificate of Incorporation of Chancellor Media Corporation of the Keystone State shall be the Certificate of Incorporation of the surviving corporation, to remain unchanged until amended in accordance with the provisions thereof and of applicable law.

FIFTH: That the executed Plan and Agreement of Merger is on file at the principal place of business of the surviving corporation. The address of the principal place of


business of the surviving corporation is 439 E. Las Colinas Blvd., Suite 1130, Irving, Texas  
75039.

**SIXTH:** That a copy of the Plan and Agreement of Merger will be furnished by  
the surviving corporation on request and without cost to any stockholder of any constituent  
corporation.

Dated: August 10, 1998

CHANCELLOR MEDIA CORPORATION OF  
THE KEYSTONE STATE

By:

  
\_\_\_\_\_  
Andrea Hulcy  
Vice President and Assistant Secretary

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RECORDED: 12/07/1999

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